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Michael M. Mulder*
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**Pro hac application pending*

Counsel to Richard Bruce and Ronald Olbrysh

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

SEARS HOLDINGS CORPORATION, *et al.*,

Debtors.

Case No: 18-23538 (RDD)

Chapter 11

(Jointly Administered)

**MOTION TO WITHDRAW AS COUNSEL OF RECORD FOR
RICHARD BRUCE AND RONALD OLBRYSH PURSUANT TO
LOCAL RULE 2090-1**

Pursuant to Rule 2090-1(e) of the Local Rules of the Bankruptcy Court for the Southern District of New York (the “Local Rules”), the Law Firm of Michael M. Mulder (“MMM”) respectfully seeks to withdraw as counsel for Richard Bruce and Ronald Olbrysh (the “Retirees”), in the above-captioned bankruptcy proceeding, and represents as follows:

BACKGROUND

1. On October 15, 2018 (the “Petition Date”), the Debtors filed petitions for relief under chapter 11 of the Bankruptcy Code, thereby commencing the chapter 11 cases (the “Chapter 11 Cases”). The Debtors continue to manage and operate their assets and business as debtors in possession pursuant to Sections 1107 and 1108 of the Bankruptcy Code.

2. On May 28, 2019, the Retirees, by and through their undersigned counsel, MMM, filed a motion pursuant to Section 1114(d) of the Bankruptcy Code directing the appointment of a committee of retired employees.

3. On July 9, 2019, an official committee of Retirees with Life Insurance Benefits (the “Retirees Committee”) was appointed (ECF 4470). The Debtors’ Chapter 11 Cases are being jointly administered for procedural purposes only pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “Rules”).

4. The Retirees have been selected as members of the Retirees Committee.
5. The Retirees Committee has selected MMM as its co-counsel.
6. The Retirees do not have matters pending that are associated with this case, and have instructed MMM to conclude its representation of the Retirees in the case, without any substitution of counsel.

JURISDICTION

7. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334, and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.). This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

RELIEF REQUESTED

8. MMM is seeking to withdraw as counsel to the Retirees under Local Rule 2090-1(e). A proposed form of order granting the relief requested in this Application is attached hereto as Exhibit A (the “Proposed Order”).

NOTICE

9. Notice of this Motion will be provided in accordance with the procedures set forth in the *Amended Order Implementing Certain Notice and Case Management Procedures* (ECF 405) (the “Amended Case Management Order”). MMM respectfully submits that this constitutes sufficient notice and that no further notice is necessary.

10. No previous request for the relief sought herein has been made by MMM to this or any other Court.

CONCLUSION

WHEREFORE, MMM respectfully requests that the Court enter the Proposed Order, attached hereto as Exhibit A, granting MMM leave to withdraw from their representation of the Retirees.

Dated: July 31, 2019

Respectfully submitted,

By: /s/ Michael M. Mulder

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Exhibit A

Proposed Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

SEARS HOLDINGS CORPORATION, *et al.*,

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Case No: 18-23538 (RDD)

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(Jointly Administered)

**ORDER GRANTING MOTION TO WITHDRAW AS COUNSEL OF
RECORD FOR RICHARD BRUCE AND RONALD OLBRYSH
PURSUANT TO LOCAL RULE 2090-1**

Upon consideration of the Motion (the “Motion”) to Withdraw as Counsel for Richard Bruce and Ronald Olbrysh, filed by the Law Offices of Michael M. Mulder pursuant to Rule 2090-1(e) of the Local Rules of the Bankruptcy Court for the Southern District of New York; and the Court having jurisdiction to consider the Motion and the relief requested therein; and it appearing that the relief requested by the Motion is necessary and in the best interests of the Retirees, the Debtors, their estates, and their creditors; and due notice of the Motion having been served; and after due deliberation and sufficient cause appearing therefore, IT IS ORDERED that:

1. The Motion shall be and is hereby granted.
2. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation and/or interpretation of this order.
3. No further or additional notice of the Motion is required.

Dated: White Plains, New York
_____, 2019

**THE HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE**